18-23538-shl Doc 445-1 Filed 11/02/18 Entered 11/02/18 17:00:01 Exhibit A - Reclamation Demand Pg 1 of 5



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October 30, 2018

VIA UPS AND EMAIL

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767 Fifth Avenue
New York, NY 10153

VIA UPS

Robert A. Reicker Chief Financial Officer Sears Holding Corp. 3333 Beverly Road Hoffman Estates, IL 60179

Re: Sears Holdings Corporation, et al. (collectively the "Debtors"), Case No. 18-23538 (RDD) (Bankr. S.D.N.Y.), Demand for Reclamation of Goods Pursuant to 11 U.S.C. § 546(c) and U.C.C. § 2-702 on behalf of Briggs & Stratton Corporation

Dear Mr. Shrock, Ms. Marcus, Mr. Fail, Mr. Singh, and Mr. Reicker:

Our firm represents Briggs & Stratton Corporation ("Briggs"), a creditor in the above-captioned, jointly administered, Chapter 11 bankruptcy cases of the Debtors, which are currently pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

As set forth in the spreadsheet summary attached as Exhibit A, Briggs sold certain goods (collectively the "Prepetition Invoiced Goods") to the Debtors, including, but not limited to Sears Holdings Corporation and Sears Brands Management.

Pursuant to 11 U.S.C. § 546(c) and Uniform Commercial Code § 2-702 (and the applicable U.C.C. provisions in the states where the bulk of the goods were delivered), Briggs hereby makes demand upon the Debtors for the reclamation and immediate return of the Prepetition Invoiced Goods that were sold on credit by Briggs, and received by the Debtors while they were insolvent,



BECK, CHAET, BAMBERGER & POLSKY, S.C.

> Ray C. Shrock, Esq. October 30, 2018 Page 2

which insolvency is evidenced, in whole or in part, by the Debtors' filing of bankruptcy petitions in the Bankruptcy Court, within forty-five (45) days preceding the date upon which the Debtors filed their Chapter 11 bankruptcy petitions in the Bankruptcy Court (the "Reclamation Period"). The value of the outstanding invoices related to the Prepetition Invoiced Goods Briggs received by the Debtors during the Reclamation Period is \$2,683,019.20.

In the interim, Briggs demands that the Debtors immediately segregate and protect the Prepetition Invoiced Goods in their possession. The Debtors should set the Prepetition Invoiced Goods aside for pickup by Briggs and provide an accounting of all Prepetition Invoiced Goods and their immediate location(s). Please note that the Prepetition Invoiced Goods are not to be sold, used or otherwise transferred except with Briggs' written consent or by order of the Bankruptcy Court upon prior notice to Briggs.

The demand is made without prejudice to Brigg's rights to (a) seek an 11 U.S.C. § 503(b)(9) administrative claim with respect to any portion of the Prepetition Invoiced Goods that were received by the Debtors within twenty (20) days before the Debtors' bankruptcy petition date, (b) assert any lien rights with respect to the Prepetition Invoiced Goods, and (c) seek an 11 U.S.C. § 546(b)(1) administrative claim with respect to any portion of the Prepetition Invoiced Goods that were received by the Debtors after the bankruptcy petition date.

If you have any questions regarding the relevant goods or invoices, please do not hesitate to contact me.

Very truly yours,

BECK, CHAET, BAMBERGER & POLSKY, S.C.

mi 2 km

Kevin L. Keeler

Enclosures

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9/13/2018 9/13/2018 9/13/2018 9/13/2018 9/10/2018 9/13/2018 9/11/2018 9/11/2018 9/11/2018 9/13/2018 Date delivered (UPS) 9/11/2018 9/5/2018 9/7/2018 Date Picked up (Freight collect) 9/11/2018 9/11/2018 9/11/2018 9/11/2018 9/11/2018 9/12/2018 9/12/2018 9/12/2018 9/10/2018 9/11/2018 9/11/2018 8/31/2018 9/6/2018 9/6/2018 9/6/2018 9/6/2018 9/10/2018 9/10/2018 9/10/2018 8/31/2018 9/6/2018 9/7/2018 9/7/2018 9/10/2018 9/5/2018 9/5/2018 9/5/2018 9/6/2018 9/7/2018 8/31/2018 9/5/2018 9/4/2018 9/4/2018 9/5/2018 9/6/2018 Preassure Washers and Access Preassure Washer Preassure Washer Preassure Washer Pressure Washers Pressure Washers Pressure Washers Pressure Washer Pressure Washer Generator Generator Generator Generator Pressure Washers and Access. Pressure Washers Preassure Washer Pressure Washers Pressure Washers Pressure Washers and Access. Pressure Washers and Access. 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Document currency 9/10/2018 USD 9/10/2018 USD 9/10/2018 USD 9/10/2018 USD 8/10/2018 USD 9/10/2018 USD 9/11/2018 USD 9/11/2018 USD 9/11/2018 USD 9/11/2018 USD 9/12/2018 USD 9/12/2018 USD 9/12/2018 USD 9/12/2018 USD 9/6/2018 USD 9/6/2018 USD 9/6/2018 USD 9/6/2018 USD 9/6/2018 USD ΩSΩ 9/10/2018 USD 9/10/2018 USD 9/11/2018 USD 9/11/2018 USD 9772018 USD 9/7/2018 USD 9/7/2018 USD 9/10/2018 USD 9/5/2018 USD 9/6/2018 USD 9/6/2018 USD 9/7/2018 USD 9/7/2018 USD SS 8/31/2018 USD 9/4/2018 USD 9/4/2018 USD 9/5/2018 USD 9/5/2018 USD 9/5/2018 USD 9/6/2018 USD 9/7/2018 USD 9/10/2018 8/31/2018 31/2018 Document Date 0090057573 1800046080 0090057574 1800046082 0090057502 1800046111 0090057702 1800046120 0090057702 1800046165 0090058955 1800046423 0090059047 1800046518 0090060534 1800047200 0090060507 1800047271 0090060521 1800047286 0090058950 1800046418 0090058951 1800046419 0090058952 1800046420 0090053389 1800043768 0090053391 1800043770 0090053391 1800043771 0090053392 1800043771 0090058948 1800046416 1800045709 0090049578 1800041842 0090051227 1800042489 0090051228 1800042490 0090051383 1800042656 0090053388 1800043767 0090053402 1800043780 0090055359 1800044825 0090055360 1800044826 0090055362 1800044828 0090055364 1800044830 0090055500 1800044953 0090057165 1800045706 0090067167 1800045707 0090057183 1800045708 0090056953 1800046421 0090046686 1800040973 0090048916 1800041680 0090051226 1800042488 1800040572 0090046575 1800040862 0090055363 180004482 Document Number 0090057184 0090045129 Reference Billing Document 90057573 90057602 90057602 90057659 90057702 90058955 90059047 90060534 90060607 90060607 90058950 90058951 90058952 90058953 90053389 90053390 90053391 90053392 90053402 90055359 90055363 90057184 90058948 90057165 90057167 90057183 90046686 90051228 90051383 90053388 90055362 90048916 90051360 90053387 90055360 90055364 90045129 90046575 90049578 90051226 90051227 Shipment number 10010345 10010345 10010812 10010846 10010848 10010265 10010291 10010280 10010230 10010348 10009933 10009931 10009932 10009934 10007855 10007853 10009036 10007854 10008255 10008257 10008256 10008968 10007856 800063117 800069876 800069875 800069874 800069879 Delivery Note 800069484 800069488 800069490 800070084 800069882 800074311 800074383 800074383 800062922 800062923 800062924 800067190 800067189 800067195 800069477 800049320 800062919 800065719 800067298 800067203 800069491 800049315 800049319 800064904 800065716 800065717 800067307 800067300 800057812 800049312 800057845 800054983 800054992 800054971 Order Number 100050732 100050728 100050724 100051050 100050886 100053114 100053093 100053127 100046168 100046164 100046161 100046157 100044550 100050734 100050722 100048837 100044548 100044552 100048651 100045830 100049465 100049463 100044554 100013940 100013941 100000312 100013938 100046172 100046169 100048836 100049461 100033658 100043760 100033662 100028731 100013937 00028737 06287238570 08292254004 Branch account | Customer PO 08289232656 277247358 276249318 276210306 276212082 276211674 276015099 277285320 277094928 276409833 276385686 276890310 276758454 276901170 276959076 276911697 276931767 276903657 00275561 140509 556842 104510 140508 181368 104509 217509 2222509 116509 280709 555840 555838 555836 552897 555834 553684 552903 553680 300010 1001044 300010 1001044 300010 1001044 300010 1001044 300010 1001044 300010 1001300 300010 1001300 300010 1001300 300010 1001044 300010 1001044 300010 1001044 300010 1001044 300010 1001300 300010 1001300 300010 1001300 300010 1001300 300010 1001300 1001044 300010 1001300 1001300 1001200 1001300 1001300 1001300 1001300 1001044 300010 1001300 1001300 1001300 300010 1001300 300010 1001044 1001044 1001300 1001044 1001200 1001042 1001200 1001300 <u>\$</u> 1001200 1001044 1001044 100 300010 300010 300010 300010 300010 300010 Account 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 300010 0080 0800 0800 0000 0050 0800 0000 0800 0800 **US00** 0800 **US00** 0000 080 080 0800 080 0800 OSO OSO 0800 0000 1500 0800 0800 0800 0000 0800 Code

EXHIBIT A Summary of Goods Delivered 18-23538-shl Doc 445-1 Filed 11/02/18 Entered 11/02/18 17:00:01 Exhibit A - Reclamation Demand Pg 4 of 5

9/14/2018	9/14/2018			9/17/2018								9/17/2018	9/18/2018	9/18/2018		9/19/2018	9/18/2018	9/21/2010		9/22/2018	9/20/2018							9/27/2018	9/27/2018				10/1/2018
9/12/2018 9/12/2018	9/12/2018	9/12/2018	9/13/2018	9/13/2018	9/14/2018	9/14/2018	9/14/2018	9/14/2018	9/14/2018	9/14/2018	9/10/2018	9/14/2018	9/14/2018	9/14/2018	9/17/2018	9/17/2018	9/17/2018	9/11/2018	9/19/2018	9/19/2018	9/19/2018	9/19/2018	9/21/2018	9/21/2018	9/21/2018	9/24/2018	9/24/2018	9/25/2018	9/25/2018	9/27/2018	9/27/2018	9/27/2018	9/27/2018
Generator	Generator	Generator	Generator	Generator	Pressure Washers and Access.	Generator	Pressure Washers and Access.	Pressure Washers and Access.	Pressure Washers	Pressure Washers and Access.	Pressure Washers	Generator	Pressure Washer	Generator	Pressure Washers and Access.	Generator	Generator	Generator	Generator	Generator	Pressure Washer	Generator	Pressure Washers and Access.	Pressure Washers and Access.	Pressure Washers and Access.	Pressure Washers and Access.	Pressure Washers and Access.	Generator	Generator	Pressure Washers and Access	Pressure Washers and Access.	Pressure Washers and Access.	Pressure Washer
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\$125,693.24	\$262.50	\$262.50	\$89,349.28	\$262.50	\$38,193.88	\$19,533.00	\$30,721.28	\$35,792.40	\$9,440.00	\$69,439.56	\$7,648.00	\$262.50	\$260.00	\$262.50	\$41,491.08	\$262.50	\$262.50	\$50.00	\$114,019.68	\$262.50	\$260.00	\$114,019.68	\$69,345.08	\$44,186.00	\$72,423.88	\$36,279.40	\$57,627 16	\$884.00	\$5,891.84	\$90,660 48	\$28,711.52	\$19,448 60	00 0688
OSU OSU OSU	OSC	gsr	SC	OSD OSD	dsr	OSD	asn	OSD	asu	aso	aso	gsn	CSN	CSN	aso	asn	SD	OSO OSO	osn	asa	GS.	dsn	gsn	asn	OSD	asn	asn	OSD	asn	asn	OSD	asu	OSO
9/12/2018 (9/12/2018	9/12/2018	9/13/2018 (9/13/2018	9/14/2013 USD	9/14/2018	9/14/2018	9/14/2018	9/14/2018	9/14/2018 USD	9/15/2018 USD	9/15/2018 USD	9/15/2018	9/15/2018	9/17/2018	9/17/2018	9/17/2018	9/17/2018	9/19/2018	9/19/2018		9/19/2018	9/21/2018	9/21/2018	9/21/2018	9/24/2018 USD	9/24/2018 USD	9/24/2018	9/25/2018 USD 9/26/2018 USD	9/27/2018	9/27/2018	9/27/2018	9/27/2018 USD
1800047293 1800047597	1800047599	1800047600	1800047880	1800047959	1800048624	1800048751	800048880	1800049035	1800049075	1800049083	1800049250	1800049252	1800049253	1800049264	1800049390	1800050114	1800050115	800050116	1800051544	1800051576	1800051579	1800051611	1800052711	1800052804	1800052841	1800054227	1800053669	1800054109	1800054900	1800056335	1800056368	1800056380	1800056872
0090060629	026090000	109000001	0090062156	0090062349	. 6982900500	0090064047	0090064189 1800048880	0090064354	0090064399	0090064407	0090004780	0090064782	0090064783	3090064794	0090065645 1800049390	0090066484 1800050114	0090066485	0090066486 1800050116	0090069488	0090069520	0090069523	0030069559	0090072314 1800052711	0090072595	0090072634	0090074891	0090075266 1800053669	0090075815	0090077534	0090081202 1800056335	0090081238 1800056368	0090081252	0090081784 1800056872
90060629	90060970	90060971	90062156	90062349	90063869	90064047	90064189	90064354	90064399	90064407	90064780	90064782	90064783	90064794	90065645	90066484	90066485	90066486	90069488	90069520	90069523	90069559	90072314	90072595	90072634	90074891	90075266	90075815	90080076	90081202	90081238	90081252	90081784
10010849			10010914	01801001	10010991	10011107	10011158	10010992	10011369	10011368	10009947				10011205			10010007	10012425			10012450	10012407	10012406	10012405	10012893	10012420		10013623	10013564	10013619	10013622	
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100053009	1		Н		100049112	100053144	100049102	100049109	100049107	100049107	100044556	100053447	100053481	100054401	100049104	П		-		100058386	100067467	100058421	100044558	100044553	100037853	100044551	100044555	100061839	100061847	100049111	100059001	100060243	100064773
140590 1	1	1	1	-	556647	275512	556637	556644	556642	556642	555842	277566624	277592430	277687110	_	11	П		1	278541737	1	Т	555843	555839	554761	555837	555841	1	279038048	1	558411	558479	27944446
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ĕ	300010 1001044	556841	100049106	800094613	10013912	90083760	0090083760	0090083760 1800057825	9/28/2018 USD	asn	\$41,664.80 multiple	uftiple	multiple	multiple	Pressure Washer, Generators and Access	9/28/2018	
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2	300010 1001300	279866798	279866798 100065567	800098173		90084050	0304800600	0090084050 1800058105	9/28/2018 USD	usp	\$260.00		020574		Pressure Washer	9/28/2018	10/1/2018

Total \$2,683,019.20